

DECLARATION OF SEAN D. FLAHERTY

I, Sean D. Flaherty, hereby declare as follows:

1. I am an individual over the age of 18, am competent to make this declaration, and I make this declaration of my own free will. The facts set forth herein are based on my own personal knowledge and, unless stated based upon information and belief, I would and could competently testify the same.

2. I am an attorney with Gordon Rees Scully Mansukhani, LLP (“GRSM”) which is counsel of record for White Cap, L.P. f/k/a HD Supply Construction Supply, Ltd., (“White Cap”) in this matter.

3. I was recently admitted *pro hac vice* in this case.

4. Attached hereto as **Exhibit A** are true and correct copies of the invoices that GRSM has generated and billed to White Cap, with redactions made to maintain the attorney-client and work product privileges.

5. This series includes invoices ranging from the inception of work on this case and ends with the most recent invoice issued in mid-September reflecting work performed through the end of August.

6. The invoice for September work has not yet issued, as the month just recently closed, but I have examined through our pre-bill software, that the attorneys involved in this case worked an additional 34.4 hours in September, amounting to an additional of \$11,372.50 in fees to be invoiced.

7. I have personally reviewed all of the invoices attached at **Exhibit A**. I have additionally made reductions for activities where White Cap as billed for services in connection with its dispute with Mr. Mowers and Washoutpan.com, LLC but which were not directly related to this case. For example, I have reduced the overall attorney fee total to exclude time spent attending to the related, though separate, Temporary Restraining Order action against Mr. Mowers pending in the San Diego Superior Court. In total, I have reduced White Cap’s request for fees and

costs by \$72,459.04. This is a significant reduction, which I believe enhances the reasonableness of White Cap's request for fees.

8. I have prepared the following table reflecting the amount originally invoiced, followed by applicable reductions, and finally, the total amount remaining subject to White Cap's request for reimbursement of attorneys' fees and costs in this case.

<u>Inv. Date</u>	<u>Inv. No.</u>	<u>Inv. Fees</u>	<u>Inv. Costs</u>	<u>Discounted Fees</u>	<u>Discount Costs</u>	<u>Total Requested</u>
7/31/2019	20674820	\$ 76,440.00	\$ -	\$ (12,490.00)	\$ -	\$ 63,950.00
8/15/2019	20679206	\$ 2,430.00	\$ 100.00	\$ (1,450.00)	\$ 100.00	\$ 1,180.00
9/30/2019	20697270	\$ 5,270.00	\$ -	\$ -	\$ -	\$ 5,270.00
10/14/2019	20702121	\$ 18,820.00	\$ -	\$ -	\$ -	\$ 18,820.00
1/23/2020	20740398	\$ 34,729.00	\$ -	\$ -	\$ -	\$ 34,729.00
1/23/2020	20740399	\$ 9,039.00		\$ (142.50)		\$ 8,896.50
1/23/2020	20740400	\$ 2,808.00	\$ -	\$ -	\$ -	\$ 2,808.00
2/28/2020	20756307	\$ 13,725.00	\$ -	\$ (13,725.00)		\$ -
3/29/2020	20769117	\$ 23,332.50	\$ 1,657.19	\$ (23,332.50)	\$ (1,657.19)	\$ -
4/20/2020	20778229	\$ 7,348.50	\$ 240.00	\$ (2,886.00)	\$ (240.00)	\$ 4,462.50
5/27/2020	20794260	\$ 7,558.50	\$ -	\$ (1,239.00)		\$ 6,319.50
6/24/2020	20805450	\$ 41,325.00	\$ 42.62	\$ (3,524.00)	\$ -	\$ 37,843.62
7/17/2020	20814445	\$ 30,112.50	\$ -	\$ (1,107.00)	\$ -	\$ 29,005.50
8/26/2020	20831153	\$ 5,850.00	\$ 1,370.00	\$ (225.00)	\$ (1,370.00)	\$ 5,625.00
9/10/2020	20835921	\$ 4,266.00	\$ 23.85	\$ (4,266.00)	\$ (23.85)	\$ 0.00
10/21/2020	20856340	\$ 2,062.50	\$ -	\$ (75.00)	\$ -	\$ 1,987.50
11/23/2020	20871234	\$ 7,255.50	\$ -	\$ (262.50)	\$ -	\$ 6,993.00
10/11/2020	20878425	\$ 1,800.00	\$ -	\$ (37.50)	\$ -	\$ 1,762.50
1/28/2021	20898186	\$ 2,625.00	\$ -	\$ (1,462.50)	\$ -	\$ 1,162.50
2/9/2021	20901618	\$ 2,100.00	\$ -	\$ (75.00)	\$ -	\$ 2,025.00
3/24/2021	20923270	\$ 3,840.00	\$ -	\$ (675.00)	\$ -	\$ 3,165.00
4/28/2021	20939217	\$ 16,983.00	\$ 52.13	\$ (1,431.00)	\$ -	\$ 15,604.13
5/28/2021	20953168	\$ 32,318.50	\$ -	\$ -	\$ -	\$ 32,318.50
6/17/2021	20961919	\$ 2,788.50	\$ -	\$ (75.00)	\$ -	\$ 2,713.50
7/16/2021	20974878	\$ 2,364.00	\$ -	\$ (600.00)	\$ -	\$ 1,764.00
8/31/2021	20995658	\$ 18,862.50	\$ 54.15	\$ (187.50)	\$ -	\$ 18,729.15
9/16/2021	21002520	\$ 3,093.42	\$ 55.92	\$ -	\$ -	\$ 3,149.34
Totals		\$ 379,146.92	\$ 3,595.86	\$ (69,268.00)	\$ (3,191.04)	\$ 310,283.74

9. Based on the above, White Cap's adjusted request for fees and costs now totals **\$321,656.24** which consists of the \$310,283.74 reflected in the summary table as well as the \$11,372.50 for time spent in September but not yet incurred.

10. The time incurred and the rates charged by GRSM's attorneys in conjunction with this matter remain reasonable and appropriate for the reasons stated in White Cap's Motion for Default Judgment (Dkt. 90), the Affidavit of V. Phillip Hill IV (Dkt. 90-2) and the corresponding exhibits thereto.

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct to the best of my knowledge.

This declaration was executed on October 6, 2021 at Atlanta, Georgia.

A handwritten signature in black ink, appearing to read "Sean D. Flaherty", is written over a horizontal line.

Sean D. Flaherty